

HELM

FINANCIAL CORPORATION

505 Sansome Street, Suite 1800 • San Francisco, CA 94111

415/398-4510

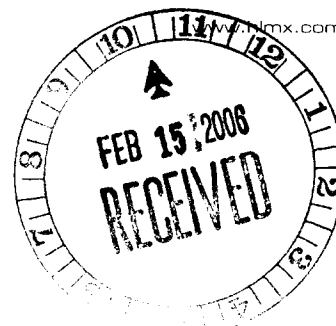
FAX 415/398-4816

RECORDATION NO. 20223-B FILED

February 14, 2006

FEB 15 '06

3-31 PM



Mr. Vernon Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20006

SURFACE TRANSPORTATION BOARD

RE: Termination of Lease of Railroad Equipment dated as of February 2, 2006 by Helm Financial Corporation ("**Termination**").

Dear Mr. Williams:

On behalf of Helm Financial Corporation, I submit for filing and recording, under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder the following document:

Two (2) fully-executed originals of the above-referenced Termination.

In connection with the recording of the Termination, please note the following information:

Name and Address of Lessor: Helm Financial Corporation
505 Sansome Street, Suite 1800
San Francisco, CA 94111

Name and Address of Lessee: Lafarge North America (successor in interest to Blue Circle, Inc.)
Aggregates, Concrete & Asphalt
12735 Morris Road Extension, Bld. 200, Suite 300
Alpharetta, GA 30004

Equipment: 8 Covered Hopper Railcars
BCAX 409, 430, 432, 440, 449, 462, 470, 475

Please record this Termination as a supplemental agreement to STB Recordation No. 20223 filed on August 19, 1996. The filing fee of \$33.00 is included in our enclosed check.

Summary: Termination of Lease of Railroad Equipment dated as of February 2, 2006 by Helm Financial Corporation for 8 covered hopper railcars, BCAX 409, 430, 432, 440, 449, 462, 470, 475, to be filed as a supplemental agreement. Please file this Termination as a supplemental agreement to STB Recordation No. 20223.

Yours truly,


Sharon L. Van Fossan
Supervisor Contract Administration

/svf
Enclosures (2)

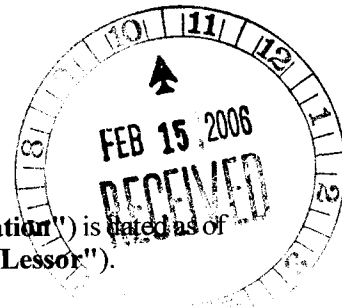
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TERMINATION OF LEASE OF RAILROAD EQUIPMENT
SURFACE TRANSPORTATION BOARD

THIS TERMINATION OF LEASE OF RAILROAD EQUIPMENT ("Termination") is dated as of February 2, 2006 by **HELM FINANCIAL CORPORATION**, a California corporation ("**Lessor**").



1. **Recitals.** Lessor entered into the Lease of Railroad Equipment dated as of August 15, 1995, as amended ("**Lease**"), with **Lafarge North America**, as successor in interest to Blue Circle, Inc. Inc., a Georgia corporation, with respect to the railcars described in Schedule A attached hereto ("**Units**"). The Lease is on file at the Surface Transportation Board of the Department of Transportation ("**STB**") under STB Recordation No. 20223 filed on August 19, 1996.

The Units covered under the Lease were terminated from the Lease on April 5, 2005. The purpose of this Termination is to provide a formal termination of the Lease for filing with the STB.

2. **Termination of Lease.** Lessor hereby declares for the public record that the Lease is formally fully terminated with respect to the Units.

IN WITNESS WHEREOF, Lessor, pursuant to due corporate authority, has caused this Termination of Lease of Railroad Equipment to be signed in its corporate name as of the date first above written.

HELM FINANCIAL CORPORATION

By: Barbara W. Wilson
Name: Barbara W. Wilson
Title: Senior Vice President & Chief Financial Officer

STATE OF CALIFORNIA)

) S.S.

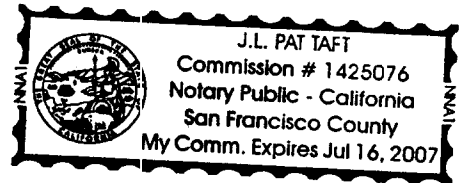
COUNTY OF SAN FRANCISCO)

On February 2, 2006 before me, J.L. Pat Taft, personally appeared Barbara W. Wilson, Senior Vice President and CFO of Helm Financial Corporation, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature

J.L. Pat Taft



(Seal)

SCHEDULE A

To the Termination of Lease of Railroad Equipment dated February 2, 2006

Description of the Unit: Eight (8), 2980 cubic foot, 100-ton, 2 pocket, covered hopper railcars with twin 13" x 24" outlet gates and four 30" round hatches built by AFC in 1979.

Units Mark and Numbers:

BCAX 409
BCAX 430
BCAX 432
BCAX 440
BCAX 449
BCAX 462
BCAX 470
BCAX 475